

UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY

KELLI SMITH, individually and on behalf  
of a class of similarly situated female  
employees,

Plaintiffs,

v.

MERCK & CO., INC., et al.,

Defendants.

Civil Action No. 13-2970 (MAS) (LHG)

**ORDER GRANTING FINAL  
APPROVAL OF CLASS ACTION  
SETTLEMENT AND ATTORNEYS'  
FEES, COSTS, AND SERVICE  
AWARDS**

This matter comes before the Court upon Plaintiffs' Motion for Final Approval of the Class Settlement ("Settlement" or "Settlement Agreement") (ECF Nos. 432, 440) and Plaintiffs' Motion for Attorneys' Fees, Costs, and Service Awards (ECF Nos. 434, 435). The Court has carefully considered the parties' submissions, including the Declarations of Russell Kornblith (ECF No. 436), David W. Sanford (ECF No. 437), Deborah K. Marcuse (ECF No. 438), and Melissa Baldwin (ECF No. 439), and the annexed exhibits; the Declarations of Class Representatives Kathryn Whitmer (ECF No. 444), Kandice Bross (ECF No. 445), and Rachel Mountis (ECF No. 446); correspondence from Russell Kornblith (ECF No. 448); and the December 3, 2019 hearing testimony of Class Representative Kelli Smith. For the reasons set forth on the record, the Court approves the Settlement Agreement as being fair, reasonable and adequate.

Accordingly, **IT IS** on this 3rd day of December 2019, **ORDERED**:

1. For purposes of this Order, the Court adopts by reference the definitions in the "Definitions" section of the Settlement Agreement (ECF No. 436-1).
2. The Court finds that distribution of the Court-approved Notice (ECF No. 422-3) constituted the most effective and practicable notice, under the circumstances, to Class Members

concerning the proposed settlement and the Final Approval Hearing, and constituted sufficient notice to all persons entitled to receive notice required by due process, Federal Rules of Civil Procedure 23(c)(2) and 23(e), and the Equal Pay Act.

3. For settlement purposes only, the Court grants final certification of the following class pursuant to Federal Rule of Civil Procedure 23(b)(3):

All female employees who are or were employed by Merck Sharp & Dohme Corp. or Intervet, Inc., or any of their affiliates, parents, subsidiaries, predecessors, successors, or assigns, and assigned to a M05, M06, M07, M08, M09, S1 and/or S2 Sales Representative position in the United States for at least one day between December 8, 2010 and October 1, 2018.

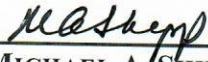
4. For settlement purposes only, the Court grants final certification of the following collective pursuant to 29 U.S.C. § 216(b):

All female employees who are or were employed by Merck Sharp & Dohme Corp. or Intervet, Inc., or any of their affiliates, parents, subsidiaries, predecessors, successors, or assigns, and assigned to a M05, M06, M07, M08, M09, S1 and/or S2 Sales Representative position in the United States for at least one day between December 8, 2010 and October 1, 2018.

5. The Court approves the Settlement Agreement, finding it is fair, reasonable and adequate, pursuant to Federal Rule of Civil Procedure 23(e), and meets the applicable standards for settlement under the Equal Pay Act. The Court further finds that each term, provision, condition, and agreement of the Settlement Agreement is adopted, incorporated, and made part of this judgment and shall be effective, implemented, and enforced as provided in the Settlement Agreement.
6. The "Settlement Class" includes all individuals who fall within the definition of the Federal Rule of Civil Procedure 23(b)(3) Class and the Equal Pay Act Collective, except for the following individuals who returned exclusion requests: Carol Yandle, Kelly Clark, Karyn Iffland, Tracy Hoyer, Janet Ferguson, Linda Waksmunski, Dawn Stephens, Cathy Reeves, Karen Parker, Kelly Ann Colosky, Jennifer Hannon, Natalia Perine, Mei Soong-Don, Erin Henige, Jeannie Bishop, Brooke Smith, Iquo Okon, and Meca Brewer (the "Opt-outs"). The Opt-outs are not bound by the terms of the Settlement Agreement.
7. The Court finds the service awards for Plaintiffs and Opt-in Plaintiffs who participated in discovery to be fair, reasonable, and appropriate, and approves the service awards as listed in the Appendix to this Order.
8. The Court approves Class Counsel's request for attorneys' fees in the amount of \$2,272,845.38 and reimbursement of litigation expenses in the amount of \$727,154.62. The Court additionally approves payment of the Settlement Administrator's costs out of the total Settlement amount in the amount of \$50,000.



9. Defendants shall pay the settlement in accordance with the Parties' Settlement Agreement, and settlement monies will be distributed in accordance with the Settlement Agreement.
10. The Court finds that it has jurisdiction over the subject matter of this action, the Class Representatives, the other Settlement Class Members, and Defendants. Without affecting the finality of the judgment, the Court reserves exclusive and continuing jurisdiction and venue with respect to the consummation, implementation, enforcement, construction, interpretation, performance, and administration of the Settlement and judgment.
11. Plaintiffs' Motions for Final Approval of the Class Settlement (ECF No. 432) and for Attorneys' Fees, Costs, and Service Awards (ECF No. 434) are **GRANTED**.
12. This action is dismissed with prejudice, without costs to any Party.

  
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MICHAEL A. SHIPP  
UNITED STATES DISTRICT JUDGE

## Appendix

The approved Service Awards are as follows:

1. \$25,000 each to Kelli Smith, Kandice Bross, Rachel Mountis, and Kate Whitmer;
2. \$4,000 each to Katy Allred, Madhuri Ardron, Elizabeth Baker, Linda Blenke-Galloway, Cheryl Bradbury, Lisa Brooks, Joan Buelow, Jamie Cairo, Christina Calandra, Donnette Calhoun, Carol Caridad, Victoria Carrigan, Bernadette Cay, Jane Chavez, Mindy Childers-Brown, Linda Cieresewski, Pamela Dickey, Yalonda Dugan, Beth Easters, Mary Farley (Holihan), Tiffany Florez, Sara Frick, Christine Gorddard, Lauri Hale, Renee Hall, Angela Hamm, Lori Harpsoe, Arlene Heiselman, Brenda Hoffman, Denise Jones, Patti Joyner, Felicia Keitt, Susan Buttermore (Kilgore), Brittany Koury (Walton), Sunny Lasley, Stephanie Legens, Dima Madanat (Keltner), Allison Mallory, Katie Miller, Debra Moorcroft, Sharon Myers, Neva Papachek, Lori Parins, Kimberley Peoples, Grace Pietropaoli, Janine Pollard, Laura Prosser, Pamela Rajtik, Elizabeth Salyers (Young), Andrena Scholl, Tonya Sellers, Lori Shelton, Cassandra Slay, Deborah Strobl, Gena Thielman, Bonney Traylor (Bashore-Johnson), Nicole Valenti, Jennifer Vitale, Viki Wayne, Carolyn Webber, Deborah Webster, Amber Wertheim, Shari Wilson, Celina Wise, Cara Woodard, and Maria Zaroni-Peterson;
3. \$1,000 each to Tina Alianiello, Alisa Ekdeshman, Deborah Jarosz, Amy Provonchee, Nissa Brazell, Kori Griffin, Sherri Smith-Flickinger, Tonya Hartwich, Tara Bakker, Celia Cortez-Gentner, Kelly Marquis, Jessica Mayer, Megan Atterbury, Debora Gotsdiner, Julie Cooke, Joanna Allison, Deanna Kosek, Marilyn Braveman, Cami Knox-Dubois, Noelle Cregar, Regenia Anderson, Courtney Adams, Kelly Hadley, Amy Cooper, Meredith Lett, Sandra Lowenhar, Debra Wilson, Courtney Mcgirt, Meredith Rehm, Kimberly Snyder, Jennifer Vogrin, Debra Holt, Natalie McClinton, Haley Povero, Barbara Rahke, Jennifer Sierra, Heather Vanderbeek, Theresa Wood, Lynne Frankowski, Christa Lynn, Elizabeth Mcrae, Karen Okerlund, Christina Dunn, Karen Binder, Colleen Caro (Storzek), Courtney Bourgeois, Christina Breda, Lisa Elliott, Amber Leach, Tracy Young, Holly Peterson, Claire Sullivan, Joanne Kelso-Mandigo, Wendy Paquin (Wesselhoft), Adriana Benito, and Amanda Butterfield;
4. \$100 each to Donna Fritsch, Karen Mortka, Antonia Solliday, Kelly Plaxin, Concetta Laya, Fitima Thomas, Lauri Ford Del Rio, Rakell Bachman, Donna Flanagan, Germaine Foley, Holly Berry Swartman, Ashley Stewart, Rachel Stovall, Linda Jenson, Ivy-Barbara Lung, Jennifer Nicholson, Alexis McDonald, Diane Steffen, Loria Cone, Kristy Carriere, Laura Goodwin, Kristy Haynes, Suzette Allen, Shonda Shores, Janelle Panozzo, Elizabeth Sanzaro, Catherine Feminella, Kathryn Epler, Autumn Jevicky, Rebecca Seigel, Holly Van Auken, Mary Estes, Lisa Brockway, Gwendolyn Aguero, Theresa Alzate, Julie Netemeyer, Keely Larson, Nathalie Bullock, Holly Phillips, Jeanette Chandler, Joanne Weidner, Sarah Dudley, Lynn Latella, Annmarie Hughes, Mickie Baldwin, Mary Blacklock, Conni Mazzoni, Lisa Winters, Kathleen Carr, Jeanne Puelma, Amy Nelson, Jennifer Maure, Joelle Longo, Ann Glynn, Ellen Nelissen, Patricia Gleim, Valeigh Davis, Diana Moffitt, Katie Heggemeier, Angela Tullier, Jan Lawrence, Sheree Witry, Deborah Malenke, Gina Antretter, Wendy Duren, Laurie Lucero-Gonzalez, Tammie Sisco, Regina Rathan, Susan



Spencer-Wannamaker, Annie Coates, Marva Short, Jennifer St John, Barbara Albrecht, Evona Watson, Martha Foltz-Opoien, Silvie Sharfuddin, Sivakami Venkatachalam, Gretchen Schuerman, Helene Harris, Elizabeth Bass, Carla Thompson, Kathryn Walsh, Alexandra Dardy, Erica McMahon, Cynthia Ash, Christine Macarelli, Sheri Kempf, Louella Navallo-Laureola, Elizabeth Dmello, Mary Graves, Tamara Zimmer-Baxter, Julie Stevenson, Darla Sheaffer, Carol Tucker, Jennifer Lemaire, Jessica Baker, Kerrie Russell, Jody Vincent, Stephanie Espinoza, Christina Caruthers, Mandy Sheffield-Ballard, Marielle Fransen, Susan Gamber, Deborah Chandler, Janice Muradali, Stacey Figg, Beverly Gonzalez-Lewis, Shirl Wall, Lara Reed, Sheryl Gamble, Julie Wurch, Michele Hastings, Melissa Murphy, Peggy Begala, Diane Pratt, Julie Melton, Nicole Maly-Verhelst, Candice Madden, Finicia Compton, Susan Pappas, Shannon Andreoulakis, Andrea Peek, Kathleen Pratt-Loughney, Lori Horne, Anita Abbot, Tami Senyuva, Sandra Boutros, Carly Wobbe, Dana Dominick Fazio, Kimberly Murley, Julie Kurland, Melinda Loo, Leah Barabasz, Lara Henry, Christy Jeffries, Leanne Papi, Linda Dorsey, Stacey McDonald, Jean Malicay, Kimberly Kern, Jeanette Adler, Rachel Hayes, Melanie Juraschek, Wendy Jakeway, Jody Childs, Mary Catherine Tartara, Bari Engel, Kristie Bruce, Krista Seery, Abby Janssen, Marcey Hall, Linda Swindler-Venters, Alicia Turney, Lori Kiser, Janine Fitzgerald, Natalie Woodbury, Tackla Voigt, Koren Washington, Lois Craighead, Carla Stone-Morrison, Mary Richmond, Rhonda Randall, Susan Walburg-Smith, Patricia Orr, Colleen Tomsic, Cassandra Silveira, Virginia Saskel, Patricia Berry, Cynthia Reynolds, Diane Schuj, Denise Miller, Nancy Britton, Luz Cisneros, Allison Tyson, Caridad Guerra, Kimberly Bishop, Jami Leach, Carla Maroon D'alba, Cynthia Hall-Dumale, Susan Neel, Whitney Frederick, Sandra Lugo, Karen Centonze, Judy Beghtol, Jill Beyer, Colleen Bresnahan, Michelle Meier, Kendra-Marie Burnam, Donna Hampton, Mistie Larson, Diane Rosas, Penelope Fox, Marisa Tompkins, Carolyn Wolfe, Kuuleialoha Kam, Angela Kuhlman, Georgia Montgomery Martin, Maureen Zupon, Andrea Brumley, Gail Boomer, Cheryl Davis-Korte, Margit Gilbertson, Whitney Curley, Juliette Gelpi, Kathryn Kirk, Christina Straub, Anne Jeffery-Kenter, Diane Reidle, Katrina Turgeon, Colleen Falke, Robin Burke, Shaghayegh Slaughter, Niveah Dymso, Kathryn Ellerthorpe, Sheree Scheetz, Latasha Johnson, Monica Keating, Rachel Healey, Connie Lowy, Jennifer Torres, Lori Demyers, Mary Fox, Keira Fant, Susan Briggs, Stephanie Ryan, Lauralyn Parmelee, Suzanne Macbrien, Sherron Wedderburn, Ann Yamauchi, Laura Boyko-Arcaris, Jody Stephens, Deirdre Thomas, Suzanne Wright, Marjorie Titunik, Shelia Carter, Angela Juniphant, Tara Lewis, Krista Peterson, Paula Heller, Megan Grieves, Misty Adkisson, Agatha Halpern, Stephanie Rozman, Janet Knight, Melissa Taylor, Hebah Fox, Amy Mertz, Glenda McMahon, Jennifer Ravenscraft, Corrie Quintard, Brienne Byxbe, Rebecca Stein, Karen Perez, Jessica Bennett, Selka Sung, Cindy Maher, Nancy Asplund, Tamel Johnson Boyd, Michel Bennett, Sheila Brown, Tara Edelstein, Kelli Calcutt, Amanda Williams, Kristin Butler, Stacey Braxton, Gricelda Garcia, Rachael Holt, Sherry Foster-Barry, Misti McNichols, Kathy Phillips, Amelia Lassen, Shannon Batchelor, Lisa Salazar, Shahna Elert, Lisa Wong, Shelly Perkins, Dee Farris, Kimberly Bishop, Jackie Wilson, Jennifer Auman, Holly O'connell, Katherine Carney, Tamara Hollinger-Forrest, Jennifer Fernandes, Alicia Silva, Claudia Boer, Judy Ward, Rebecca Halada, Rachel Dzieran, Jodi Stice, Ami Painter, Robin Wharton, Tanya Cooper-Mcshane, Stacey Derouchey, Justine Vricella, Lisa Nicole Davidson, Charlotte Carpenter, Jan Patton, Julie Muller, Rebecca Cyrus, Macee Balka, Allison Gee, Joan Hill, Terri Freeman, Denise Hayle, Stacie Atkins,



Suzanne Ledergerber-Carbone, Michelle Delmonico, Sharon Culclager, Rebecca Weaver, Delisa Purchase, Sabrina Smith, Lisa Breda, Linda Papke, Tracey Johnson, Aimee Shimamoto-Juenger, Elizabeth Neff, Diamond Prothro, Pamela Striegel, Gin Kline, Marcia Ireland, Teresa Naclerio, Teri Conley, Danica Schiller, Susan Fernandez-Chamberlin, Pamela Grundmann, Jodi Van Loben Sels, Julianne Schlueb, Mary Jo Downing, Linda Kowalski, Lisa Burns, Meghan White, Susan Walker, Stacey Johnson-Kiborn, Lucille D'esposito, Cary Tracy, Cheryl Hintze, Aimee Degaetano, Kim Stepka, Debra Bayly, Betty Madariaga, The Estate of Robyn L. Smith, Cheryl Vinluan-Samson, Leslie Garcia, Kristin Harrison, Laura Piazza, Holly Phillips, Casey Nemec, Kathleen Moran, Marijake Caprell, Beth Pilcher, Michelle Kirk, Christina Reddemann, Joyce Keen, Alison Way, Janice Caprelian, Pamela Drake, Gwendolyn Gallant, Angie Brandenburg, Melba Vasquez, Melissa Ballheimer, Caroline Williams, Ellen Paige Wrede, Serena Stanek, Carmen Pantelas, Nancy Smith, Elizabeth Estep, Stacey Miller, Kimberly Blade, Molly Page, Farah Javadi, Amy Collins, Katheryn Kruse, Colleen McDonald, Lisa Hanger Paul, Elise Watts, Kristin Jeffery, Debra Hurst-Garrett, Ashraf Samji, Mara Loebig, Charlene Pusateri, Wuday Thomas, Lisa Lohmann, Dana White-Scott, Wanda Kemp-King, Dorothy Johns, Cybill Murray, Brooke Macmichael, Brenda Warren, Margaret Schrader, Lindsay Moore, Janna Dahl, Kimberly Sinclair, Michele Tegeler, Meredith Makowski, Gina Menz, Cheryl Harris, Kerry Berens, Jocelyn Willis, Linda Rodesky, Barbara Arison, Kim Armato, Cheryl Kiernan, Lori Thomas, Lelia Wells-Ogunmoyela, Andrea Mallonee, Hillary Mullins, Chantil Shamus, Mae Zaragoza, Holly Cahn, Susan Nowoswiat, Michelle Smajda, Rose Mary Manganiello, Miriam Manahan, Jeanette Levy, Chanelle Hartz, Patricia Butler, Kelly Spilman, Lori Palmer, Heather Donahue, Monica Bohnert, Betty Lovinggood, Heather Jackson, Dana Duverney, Julianne Smallwood, Lisa Hanly, Lissette Silva, Sheila Miller, Carla Saggese, Molly Whisenant, Diane Rodriguez, Bonita Hiley, Amy Draper, Megan Peters, Karen Hyatt, Anne Lenkay, Karen Humphrey, Lisa Ziemer, Jennifer Brumfield, Tina Anselmo-Wiker, Carolyn Sledge, Karen Willard, Valerie Gansen, Lia Broussard, Sheila Lippard, Jennifer Haid, Kimberly Lapeirre, Christine Krinvic, Lindsay Miller, Deborah Milan, Pamela Hamacher, Carissa Johnson, Brittany Cook, Maria Mach, Kimberly Copeland, Lauren Bailey, Melissa Ferrin, Alison Wilbon, Kim Renzi, Meghan Doyle, Melissa Rudo, Melissa Sullivan, April Heine, Nicole Nowik, Kathy Randolph, Nicole O'rourke, Rebecca Gibson, Karen Murphy, Jennifer Lee-Gilbert, Bree Smith, Cynthia Maxwell, Megan Galli, Christine Kahn, Julie Smith, Jennifer Lamb, Janet Kormondy, Shannon Velenik, Deborah Grissett, Shreya Kothary, Katherine Doubek, Denise Miller, Lori Ng, Gina Engle, Angela Shires, Teylor Wettstein, Tiffany Ligtenberg, Hayley Springer, Mary Dayton, Karin Beck, Velda Dillard, Kellye McNulty, Richelle Ransom, Leslie Brunette, Barbara Merry, Kathleen Deely, Regina Pappas, Anne Nicolucci-Tanner, Allison Pilmer, Deborah Whitfield, Jane Burkhalter, Gail Robinson, Emily Blair, Julie Marburger, Sarah Karl, Kyna Heuring, Bryana Mayer, Hart Kiser, Patricia Butler, Mary Garty, Mary Reilly, Karen Trump, Jennifer McDowall, Lee Livingston, Regina Cerna, Tracy Stahl, Katie Eharoshe, Cindy Boles, Gae Heitmann, Catherine Sprague, Christy Steele, Lyssa High, Randi Naar, Laura Reilly, Melissa Hancock, Denise Johnson, Tonya Clendenning-Jonswold, Dawnel Stolteben-Bonvino, Demian Vargas, Shannon Schmidt, Patricia Haswell, Kara Leinum, Trisha Strickland, Amy Nicole Baker, Rosemarie Cooley, Loredana Galbraith, Nicole Devallee, Samantha Stankovich, Lisa Janine Baren, Maryjean Miniati, Julie Judge, Kelly Farmer, Cassandra

Garcia-Hooks, Debora Torres, Barbara Maedl, Tara Hoffman, Shelby McQueen, and Marlene Alden.